

# Amendment No. 5

## Agreement No. 00037026.0

(formerly No. 332614)



This Amendment No. 5 is entered into by and between **City of San Antonio, TX ("City")**, and **Environmental Systems Research Institute, Inc. ("Esri")**, and is effective as of February 19, 2025 ("Amendment No. 5 Effective Date").

WHEREAS, Esri and City entered into an Enterprise Agreement with an effective date of October 19, 2018 (hereinafter "EA" or "Agreement"); and

WHEREAS, the parties extended the Agreement term for two (2) months October 19, 2024, through December 18, 2024; and

WHEREAS, the parties extended the Agreement term for an additional two (2) months from December 19, 2024 through February 18, 2025;

WHEREAS, the parties desire to amend the Agreement to extend the term for an additional thirty-two (32) months from February 19, 2025, through October 18, 2027 and update applicable language and appendices;

NOW THEREFORE, the parties agree to the following:

1. Article 7.1 Term. The term of this Agreement is extended for an additional thirty-two (32) months from February 19, 2025, through October 18, 2027, unless this Agreement is terminated earlier as provided therein.
2. Delete and replace Appendix A Products and Deployment Schedule with the attached Appendix A Products and Deployment Schedule, which shall supersede and apply on the Amendment No. 5 Effective Date.
3. Delete and replace Appendix B EA Fee Schedule with the attached Appendix B EA Fee Schedule, which shall supersede and apply on the Amendment No. 5 Effective Date.

Except as may be specifically modified by this Amendment No. 5, all other terms and conditions of the Agreement and any Amendment(s) or Addendum(s) constitute the entire agreement between the parties and supersede all prior and contemporaneous agreements or representations, written or oral, concerning the subject matter of this Agreement.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment No. 5 as of the date of the last party to sign below.

ACCEPTED AND AGREED:

CITY OF SAN ANTONIO, TX  
(City)

ENVIRONMENTAL SYSTEMS  
RESEARCH INSTITUTE, INC.  
(Esri)

By: \_\_\_\_\_  
Authorized Signature

By: \_\_\_\_\_  
Authorized Signature

Printed Name: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

Date: \_\_\_\_\_

## APPENDIX A PRODUCTS AND DEPLOYMENT SCHEDULE

City may Deploy the EA Products up to the total quantity of licenses indicated below to Customers during the term of this EA.

**Table A-1  
EA Products—Uncapped Quantities**

| Product   | Quantity |
|---|----------|
| <b>ArcGIS Enterprise:</b> ArcGIS Enterprise (Advanced and Standard)   | Uncapped |
| <b>ArcGIS Enterprise Extensions:</b> ArcGIS 3D Analyst, ArcGIS Data Reviewer, ArcGIS Geostatistical Analyst, ArcGIS Network Analyst, ArcGIS Schematics, ArcGIS Spatial Analyst, and ArcGIS Workflow Manager | Uncapped |
| <b>ArcGIS GIS Server:</b> Advanced, Standard, Basic   | Uncapped |
| <b>ArcGIS Enterprise Additional Capability Servers:</b> ArcGIS Image Server, ArcGIS GeoEvent Server   | Uncapped |
| <b>ArcGIS Monitor</b>   | Uncapped |
| <b>ArcGIS Runtime Advanced</b>  | Uncapped |
| <b>ArcGIS Runtime Analysis Extension</b>  | Uncapped |

**Table A-2  
EA Products—Capped Quantities**

| Perpetual Products   | Rolled-In | New | Total |
|--|-----------|-----|-------|
| ArcGIS Desktop Basic Concurrent Use Perpetual License                      | 100       | 0   | 100   |
| ArcGIS Desktop Standard Concurrent Use Perpetual License                   | 100       | 0   | 100   |
| ArcGIS Desktop Advanced Concurrent Use Perpetual License                   | 75        | 0   | 75    |
| ArcGIS 3D Analyst for Desktop Concurrent Use Perpetual License             | 50        | 0   | 50    |
| ArcGIS Data Reviewer for Desktop Concurrent Use Perpetual License          | 30        | 0   | 30    |
| ArcGIS Geostatistical Analyst for Desktop Concurrent Use Perpetual License | 30        | 0   | 30    |
| ArcGIS Network Analyst for Desktop Concurrent Use Perpetual License        | 50        | 0   | 50    |
| ArcGIS Publisher for Desktop Concurrent Use Perpetual License              | 5         | 0   | 5     |
| ArcGIS Spatial Analyst for Desktop Concurrent Use Perpetual License        | 100       | 0   | 100   |
| ArcGIS Workflow Manager for Desktop Concurrent Use Perpetual License       | 30        | 0   | 30    |
| ArcGIS Locate XT Concurrent Use Desktop Extension License                  | 1         | 0   | 1     |
| ArcGIS Data Interoperability Concurrent Use Desktop Extension License      | 5         | 0   | 5     |
| ArcGIS Image Analyst Concurrent Use Desktop Extension License              | 1         | 0   | 1     |

|  |   |   |   |
|--|---|---|---|
| ArcGIS Production Mapping for Desktop Concurrent Use License | 5 | 0 | 5 |
| ArcGIS CityEngine Single Use Perpetual License               | 1 | 0 | 1 |
| ArcGIS Knowledge Server Up to Four Cores Perpetual License   | 0 | 1 | 1 |

| Annual Subscription Products  | Quantity |
|---|----------|
| ArcGIS Developer Subscription Bundle                                | 2        |
| Site Scan for ArcGIS Single Operator USA Hosted Annual Subscription | 1        |
| Site Scan for ArcGIS Single Access USA Hosted Annual Subscription   | 1        |
| ArcGIS Indoors Maps for ArcGIS Online Annual Subscription           | 1        |
| ArcGIS Indoors Spaces for ArcGIS Online Annual Subscription         | 1        |

| User Type Products  | Quantity                                     |
|---|--|
| <b>ArcGIS Enterprise</b>  |  |
| ArcGIS Enterprise Mobile Worker Annual Subscription   | Year 1 - 100<br>Year 2 - 150<br>Year 3 - 200 |
| ArcGIS Enterprise Creator Annual Subscription   | Year 1 - 100<br>Year 2 - 150<br>Year 3 - 200 |
| ArcGIS Insights in ArcGIS Enterprise Annual Subscription  | 10   |
| ArcGIS Enterprise Professional Plus User Type Annual Subscription   | 10   |
| <b>ArcGIS Online</b>  |  |
| ArcGIS Online Organizational Subscriptions  | 3  |
| ArcGIS Online Viewer Annual Subscription  | 200  |
| State and Local Public Safety Named User Program ArcGIS Online Viewer User Type in Surge Environment Annual Subscription                | 25   |
| ArcGIS Online Mobile Worker Annual Subscription (250 Annual Credits / User)   | Year 1 - 350<br>Year 2 - 360<br>Year 3 - 390 |
| State and Local Public Safety Named User Program Online Annual Mobile Worker User Type in Surge Staffed Environment Annual Subscription | 50   |
| ArcGIS Online Creator Annual Subscription (500 Annual Credits / User)   | 500  |
| ArcGIS Online Professional Annual Subscription (500 Annual Credits)   | 100  |
| ArcGIS Online Professional Plus Annual Subscription (500 Annual Credits)  | 75   |
| ArcGIS Location Sharing User Type Extension for ArcGIS Online Annual Subscription   | 10   |
| ArcGIS Insights in ArcGIS Online Annual Subscription  | 10   |
| ArcGIS Navigator for ArcGIS Online Annual Subscription  | Year 1 - 50<br>Year 2 - 75<br>Year 3 - 100   |
| ArcGIS Urban Online, Annual Subscription  | Year 1 - 2<br>Year 2 - 5                     |

|   | Year 3 - 10 |
|---|-------------|
| ArcGIS 3D Analyst for ArcGIS Pro (Add-on App) for ArcGIS Online Creator or GIS Professional User Type Annual Subscription             | 20          |
| ArcGIS Data Reviewer for ArcGIS Pro (Add-on App) for ArcGIS Online Creator or GIS Professional User Type Annual Subscription          | 20          |
| ArcGIS Geostatistical Analyst for ArcGIS Pro (Add-on App) for ArcGIS Online Creator or GIS Professional User Type Annual Subscription | 20          |
| ArcGIS Network Analyst for ArcGIS Pro (Add-on App) for ArcGIS Online Creator or GIS Professional User Type Annual Subscription        | 20          |
| ArcGIS Publisher for ArcGIS Pro (Add-on App) for ArcGIS Online Creator or GIS Professional User Type Annual Subscription              | 5           |
| ArcGIS Spatial Analyst for ArcGIS Pro (Add-on App) for ArcGIS Online Creator or GIS Professional User Type Annual Subscription        | 75          |
| ArcGIS Workflow Manager for ArcGIS Pro (Add-on App) for ArcGIS Online Creator or GIS Professional User Type Annual Subscription       | 20          |
| ArcGIS LocateXT for ArcGIS Pro (Add-on App) for ArcGIS Online Creator or GIS Professional User Type Annual Subscription               | 3           |
| ArcGIS Data Interoperability for ArcGIS Pro (Add-on App) for ArcGIS Online Creator or GIS Professional User Type Annual Subscription  | 5           |
| ArcGIS Image Analyst for ArcGIS Pro (Add-on App) for ArcGIS Online Creator or GIS Professional User Type Annual Subscription          | 1           |
| ArcGIS Production Mapping for ArcGIS Pro (Add-on App) for ArcGIS Online Creator or GIS Professional User Type Annual Subscription     | 5           |
| ArcGIS Aviation Airports for ArcGIS Pro (Add-on App) for ArcGIS Online Creator or GIS Professional User Type Annual Subscription      | 5           |
| ArcGIS Business Analyst Web App Standard Online Annual Subscription   | 50          |
| ArcGIS Business Analyst Web App Advanced Online Annual Subscription   | 3           |
| ArcGIS Business Analyst Pro for ArcGIS Online with MPI Data Annual Subscription – One State Dataset                                   | 1           |
| ArcGIS Hub Premium ArcGIS Online Community Annual Subscription  | 1           |
| ArcGIS Hub Premium Additional 1,000 ArcGIS Online Community Creator Annual Subscription   | 1           |

**APPENDIX B  
EA FEE SCHEDULE**

The EA Fee is **\$2,133,333.33**. The EA Fee is in consideration of the EA Products, EA Maintenance, Esri User Conference registrations, Esri Training Pass, and Advantage Program.

|                 | <b>*Year 1<br/>2/19/2025 – 10/18/2025</b> | <b>Year 2<br/>10/19/2025 – 10/18/2026</b> | <b>Year 3<br/>10/19/2026 – 10/18/2027</b> | <b>EA Fee</b>         |
|-----------------|---|---|---|-----------------------|
| <b>Payments</b> | <b>\$533,333.33</b>                       | <b>\$800,000</b>                          | <b>\$800,000</b>                          | <b>\$2,133,333.33</b> |

\* Note: Year 1 shown pro-rated to 8-month (previous Amendment No. 3 and 4 extended the term for a total of 4-months).

|  |  |
|--|--|
| <b>Number of Esri User Conference Registrations per Year</b>                       | <b>25</b>  |
| <b>Number of Tier 1 Help Desk Callers That May Contact Esri for Tier 2 Support</b> | <b>8</b>   |
| <b>Number of Sets of Backup Media, if Requested</b>                                | <b>1</b>   |
| <b>Advantage Program (AP)</b>  | <b>100 Technical Advisor Hours per Year<br/>100 Learning and Services Credits per Year</b> |
| <b>Esri Training Pass</b>  | <b>39 Training Pass Days per Year</b>  |
| <b>Term of EA</b>  | <b>Thirty-Two (32) Months<br/>2/19/2024 – 10/18/2027</b>                                   |